

United States Bankruptcy Court District of Minnesota						Voluntary Petition														
Name of Debtor (if individual, enter Last, First, Middle) Duke and King Acquisition Corp.						Name of Joint Debtor (Spouse) (Last, First, Middle)														
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): dba Burger King						All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):														
Last four digits of Soc. Sec or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 20-5407188						Last four digits of Soc. Sec or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):														
Street Address of Debtor (No. and Street, City, and State): 12281 Nicollet Ave South Burnsville, MN <div>ZIP CODE: 55337</div>						Street Address of Joint Debtor (No. and Street, City, and State): <div>ZIP CODE:</div>														
County of Residence or of the Principal Place of Business: Dakota						County of Residence or the Principal Place of Business:														
Mailing Address of Debtor (if different from street address): <div>ZIP CODE:</div>						Mailing Address of Joint Debtor (if different from street address): <div>ZIP CODE:</div>														
Location of Principal Assets of Business Debtor (if different from street address above): See Annex I <div>ZIP CODE:</div>																				
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (include Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) _____		Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Assets Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Restaurant _____ Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding			Nature of Debts (Check one Box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as “incurred by an individual primarily for a personal, family, or house- hold purpose.” <input checked="" type="checkbox"/> Debts are primarily business debts.													
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only) Must attach signed application for the court’s consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court’s consideration. See Official Form 3B.				Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor’s aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>).. ----- Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.						This Space is For Court Use Only														
Estimated Number of Creditors <table><tr><td><input type="checkbox"/> 1-49</td><td><input type="checkbox"/> 50-99</td><td><input type="checkbox"/> 100-199</td><td><input type="checkbox"/> 200-999</td><td><input type="checkbox"/> 1,000-5,000</td><td><input checked="" type="checkbox"/> 5,001-10,000</td><td><input type="checkbox"/> 10,001-25,000</td><td><input type="checkbox"/> 25,001-50,000</td><td><input type="checkbox"/> 50,001-100,000</td><td><input type="checkbox"/> Over 100,000</td></tr></table>											<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input checked="" type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input checked="" type="checkbox"/> 5,001-10,000						<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000						
Estimated Assets <table><tr><td><input type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input type="checkbox"/> \$1,000,001 to \$10 million</td><td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input type="checkbox"/> More than \$1 billion</td></tr></table>											<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion											
Estimated Liabilities <table><tr><td><input type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input type="checkbox"/> \$1,000,001 to \$10 million</td><td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input type="checkbox"/> More than \$1 billion</td></tr></table>						<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion					
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Voluntary Petition (This page must be completed and filed in every case)		Name of Debtor(s): Duke and King Acquisition Corp.	
All Prior Bankruptcy Cases Filed by Within Last 8 Years (If more than two, attached additional sheet)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: See Annex II	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) Date	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor – Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: right; margin-right: 100px;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: right; margin-right: 100px;"> _____ (Address of landlord) </div>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification (11 U.S.C. § 362(1)).			

B1 (Official Form 1) (1/10)		Page 3
Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Duke and King Acquisition Corp.
Signatures		
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Clinton E. Cutler</u> Clinton E. Cutler (#158094) Fredrikson & Byron, P.A. 200 South Sixth Street, Suite 4000 Minneapolis, MN 55402 Telephone: (612) 492-7000 Facsimile: (612) 492-7077 E-mail: ccutler@fredlaw.com</p> <p>and</p> <p>Shawn M. Riley (OH# 0037235) McDonald Hopkins LLC 600 Superior Avenue, East Suite 2100 Cleveland, OH 44114-2653 Telephone: (216) 348-5400 Facsimile: (216) 348-5474 E-mail: sriley@mcdonaldhopkins.com</p> <p><u>December 4, 2010</u> Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached..</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social Security Number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer) (Required by 11 U.S.C. § 110)</p> <p>_____ Address</p> <p>_____ _____</p> <p>X _____</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>	
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Rodger Head</u> Signature of Authorized Individual</p> <p><u>Rodger Head</u> Printed Name of Authorized Individual</p> <p><u>CEO & President, and Director</u> Title of Authorized Individual</p> <p><u>December 4, 2010</u> Date</p>		

ANNEX I

DUKE AND KING ACQUISITION CORP. LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR:

Rest. #	Address	City	State	Zip
2641	2011 E Main Street	Albert Lea	MN	56007-3918
4009	14251 Nicollet Avenue	Burnsville	MN	55337-5773
4116	2651 County Road I	Mounds View	MN	55112-4302
4122	5020 160th Street SE	Prior Lake	MN	55372-2537
4151	1150 East Highway 13	Burnsville	MN	55337-2901
4507	13840 Grove Drive	Maple Grove	MN	55311-4408
4553	1501 NW 7th Street	Faribault	MN	55021-4640
5012	2025 Northdale Blvd	Coon Rapids	MN	55433-3004
5591	2535 Division Street	North St Paul	MN	55109-3112
5713	1501 Weir Drive	Woodbury	MN	55125-2244
6270	8510 Edinburgh Center Drive	Brooklyn Park	MN	55443-3723
6299	10801 Bloomington Ferry Road	Bloomington	MN	55438-2275
6530	7051 Tenth Street North	Oakdale	MN	55128-5938
6545	1022 E Blue Earth Avenue	Fairmont	MN	56031-4038
6590	1215 Gun Club Road	White Bear Lake	MN	55110-3379
6615	1318 Riverfront Drive	Mankato	MN	56001-2446
7444	735 Bridge Street	Owatonna	MN	55060-2769
7466	330 North Garden	Bloomington	MN	55425-5519
7557	8501 Springbrook Drive NW	Coon Rapids	MN	55433-6032
7937	2411 Center Drive	Hudson	WI	54016-9492
8004	3333 Rice Street	Shoreview	MN	55126-3051
8224	5105 Edina Industrial Blvd	Edina	MN	55439-3009
9081	1409 4th Street NW	Austin	MN	55912-1802
9095	106 Ninth Avenue Circle South	Princeton	MN	55371-2342
9256	255 Triangle Lane N Ste 2	Jordan	MN	55352-1221
9272	PO 264 403 Fire Monument Road	Hinckley	MN	55037-8336
9332	5358 West Broadway Ave	Crystal	MN	55428-3504
9934	120 Meridian Drive	New Richmond	WI	54017-2538
9993	10861 University Avenue NE	Blaine	MN	55435-8032
9994	318 East Kraft Drive	Melrose	MN	56352-1377
10239	244 Grand Avenue	St Paul	MN	55102-2320
10284	695 7th Street East	St Paul	MN	55106-5004
11143	120 Elm Street	Farmington	MN	55024-1016
11243	1560 West 4th Street	Rush City	MN	55069-5013
11254	9896 Norma Lane	Woodbury	MN	55125-4835
11284	1500 Stinson Blvd NE	Minneapolis	MN	55413-1744
11535	8481 SE Point Douglas Road	Cottage Grove	MN	55016-3376
11682	38711 Tanger Drive	North Branch	MN	55056-5433
12250	925 Washington Ave SE	Minneapolis	MN	55414-3036
12757	1287 N Main St	River Falls	WI	54022-8297
13091	289 57th Avenue NE	Fridley	MN	55432-5421
106	18459 South Halsted Street	Glenwood	IL	60425-1072
111	901 North Lake Street	Aurora	IL	60506-2515
255	913 West Lincoln Highway	DeKalb	IL	60115-3011
437	1138 East State Street	Rockford	IL	61104-2211

Rest. #	Address	City	State	Zip
1060	1450 4th Street	Beloit	WI	53511-4442
1326	2434 11th Street	Rockford	IL	61104-7218
1747	209 Norris Drive	Ottawa	IL	61350-1516
1752	723 Shooting Park	Peru	IL	61354-1877
1764	2655 East Washington	Madison	WI	53704-5071
1888	2624 Milton Avenue	Janesville	WI	53545-0231
2160	1385 Douglas Avenue	Montgomery	IL	60538-1651
3203	4121 Sauk Trail	Richton Park	IL	60471-1253
3792	4980 South 76th Street	Greenfield	WI	53220-4306
4043	229 West Kimberly Road	Davenport	IA	52806-5919
4111	3500 South Moorland Road	New Berlin	WI	53151-5145
4201	5231 N Brady Street	Davenport	IA	52806-3952
4297	4040 38th Avenue	Moline	IL	61265-6404
4334	2423 Rockingham Road	Davenport	IA	52802-2813
4857	822 Windsor Street	Sun Prairie	WI	53590-2021
5879	1830 Southwest Avenue	Freeport	IL	61032-6712
5960	2001 Center Avenue	Janesville	WI	53546-8957
5971	1710 DeKalb Avenue	Sycamore	IL	60178-2708
6211	1222 Avenue of the Cities	East Moline	IL	61244-4122
9366	400 Center Way	Janesville	WI	53545-3616
10234	7510 East State Street	Rockford	IL	61108-2716
10748	678 West 14th Street	Chicago Heights	IL	60411-2300
11191	2789 Milwaukee Road	Beloit	WI	53511-3974
11877	504 West Blackhawk Drive	Byron	IL	61010-8986
16573	2320 Route 34	Oswego	IL	60543-7132

Annex II

Affiliated Debtors

On the date hereof, each of the affiliated entities listed below also filed voluntary petitions for relief under Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Minnesota. Such entities have filed or shortly will file a motion requesting that their Chapter 11 cases be consolidated for procedural purposes only and jointly administered.

Company	Relationship to Debtor
Duke and King Missouri Holdings, Inc.	Subsidiary
Duke and King Missouri, LLC	Subsidiary
Duke and King Real Estate, LLC	Subsidiary
DK Florida Holdings, Inc.	Subsidiary

**United States Bankruptcy Court
District of Minnesota**

In re **Duke and King Acquisition Corp.**
Debtor.

Case No. _____
Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by Joe Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5) Amount of claim (if secured, also state value of security)
1. Kinderhook 521 Fifth Ave 34th Floor New York, NY 10175	Telephone: 212-201-6780 Fax: 212-201-6790 Email: ttuttle@kinderhook.com	Unsecured Note		\$2,769,000.00
2. Burger King Corporation PO Box 93290 Atlanta, GA 31193-2980	Contact: Frank Taylor Telephone: 305-378-3072 Email: ftaylor@whopper.com	Executory Contract		\$2,021,369.00
3. Swisshelm 3765 East Turtle Hatch Road Springfield, MO 65809	Contact: Bruce Swisshelm Telephone: 417-887-8816	Executory Contract	Contingent, Disputed	\$625,000.00
4. Reinhart Foodservice LLC 230 North Front Street La Crosse, WI 54601	Contact: Ray Rytlahti Telephone: 608-793-9244 Email: rerytlahti@rfsdelivers.com	Trade Debt		\$622,940.63
5. MBM Corporation P.O. Box 841170 Dallas, TX 75284-1170	Contact: Dana Demers Telephone: 252-450-4048 Fax: 252-467-4520 Email: ddemers@mbmfoodservice.com	Trade Debt		\$127,733.35
6. Sicom Systems Inc. 4140 Skyron Drive Doylestown, PA 18901	Contact: mdeily@sicom.com Telephone: 800-547-4266	Professional Services		\$40,474.87
7. Gilbert Mechanical Cont. inc. 4451 West 76 th Street Minneapolis, MN 55435	Telephone: 952-835-3810 Email: mgoelz@gilbertmech.com	Trade Debt		\$30,474.89
8. OI Distribution 12900 Southwest 89 th Court Miami, FL 33176	Telephone: 800-827-2747 Fax: 305-971-6069 Email: iliana@originalimpressions.com	Trade Debt		\$27,123.92
9. Pan-O-Gold Baking Co. 444 East St. Germain St. St. Cloud, MN 56304	Telephone: 320-251-9361 Fax: 320-251-6894 Email: info@panogold.com	Trade Debt		\$25,358.32

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5) Amount of claim (if secured, also state value of security)
10. Legacy Enterprises 1109 S Pickwick Ave Springfield, MO 65804	Contact: John Strong	Landlord		\$21,677.60
11. Sunflower Square Shopping Center PMB 339 20841 Ventura Blvd Woodland Hills, CA 91364		Landlord		\$20,702.50
12. Moac Mall Holdings LLC Attn: Leagl Department 60 E Broadway Bloomington, MN 55425-5510	Telephone: 952- 883-8810	Landlord		\$20,004.28
13. Enviromatic Corp of America 5936 Pillsbury Avenue S Minneapolis, MN 55419	Telephone: 612- 861-3330 Email: wayne@enviromatic.com Fax: 612-861-5578	Trade Debt		\$19,961.40
14. SS&G Financial Services Inc 32125 Solon Road Cleveland, OH 44139	Contact: Adam Berebitsky Telephone: 440-248-8787 Fax: 440-248-0841 Email: ABerebitsky@SSandG.com	Professional Services		\$17,175.00
15. Oreel Family Ltd. Partnership c/o Shannon Oreel P.O.Box 3243 Madison, WI 53704-0243		Landlord		\$16,667.49
16. P&C Rentals LLP P.O. Box 14366 Scottsdale, AZ 85267-4366		Landlord		\$14,543.33
17. The Lakes at Raintree Village The Lakes Adventure LLC 30100 Town Center Dr, Suite 341 Laguna Niguel, CA 92677		Landlord		\$14,116.67
18. Tom Strong 415 E. Chestnut Expressway Springfield, MO 65802		Landlord		\$14,077.71
19. Gabe and Karen Fazzini 37072 Galileo Lane Murrieta, CA 92563		Landlord		\$14,075.55
20. AMB Property LP Pier 1, Bay1 San Francisco, CA 94111	Telephone: 415-394-9000 Fax: 415-394-90001	Landlord		\$13,120.00

**United States Bankruptcy Court
District of Minnesota**

In re **Duke and King Acquisition, Corp.**
Debtor.

Case No. _____
Chapter **11**

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF
OF A CORPORATION OR PARTNERSHIP**

I, the CEO & President, and Director of the company named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Date: December 3, 2010

Signature /s/ Rodger Head
Printed Name: Rodger Head
Title: CEO & President, and Director

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In re:

Duke and King Acquisition, Corp.,

Case No. _____

Chapter 11 Case

Debtor.

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Rodger Head, declare under penalty of perjury that I am the CEO, President and Director of Duke and King Acquisition, Corp., a Delaware corporation and that on December 3, 2010 the following resolution was duly adopted by the Board of Directors of this corporation:

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code; Be It Therefore Resolved, that Rodger Head, President of this corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that Rodger Head, President of this corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case; and

Be It Further Resolved, that Rodger Head, President of this corporation, is authorized and directed to employ Clinton E. Cutler, attorney and the law firm of Fredrikson & Byron, P.A., and Shawn M. Riley, attorney and law firm of McDonald Hopkins LLC to represent the corporation in such bankruptcy case."

Executed on: December 4, 2010

Signed: /s/ Rodger Head

Rodger Head, CEO, President and Director
12281 Nicollet Ave., South
Burnsville, MN 55337

LOCAL RULE REFERENCE: 1008-1

**United States Bankruptcy Court
District of Minnesota**

In re Duke and King Acquisition Corp.

Debtor(s)

Case No. _____

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Duke and King Acquisition Corp. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Duke and King Holdings, LLC

☐ None [*Check if applicable*]

December 4, 2010

Date

/s/ Clinton E. Cutler

Clinton E. Cutler 158094

Signature of Attorney or Litigant

Counsel for

Duke and King Acquisition Corp.

Fredrikson & Byron, P.A.

200 South Sixth St

Suite 4000

Minneapolis, MN 55402

612.492.7000 Fax: 612.492.7077